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XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP	IVED PH 3: 16 CORPORATION
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:	
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SUNSET BAY DEVELOPERS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

### ARTICLE I. NAME

The name of the corporation shall be:

SUNSET BAY DEVELOPERS, INC.

The address of the principal office of this corporation shall be 28050 U.S. 19 North, Suite 100, Clearwater, Florida 34621, and the mailing address of the corporation shall be the same.

## ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,000 shares of common stock having \$1.00 par value per share.

## ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 28050 U.S. 19 North, Suit 100, Clearwater, Florida 34621, and the name of the initial registered agent of the corporation at that address is Gregory A. Fox.

### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

### ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Laszlo Adler Dir.

28050 U.S. 19 North, Suite 100 Clearwater, Florida 34621

Gregory A. Fox Dir.

Same

# ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Laszlo Adler Pres./Treas. 28050 U.S. 19 North, Suite 100 Clearwater, Florida 34621

Gregory A. Fox Vice Pres./Sec.

Same

# ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on February 1, 1996.

CORPORATION SERVICE COMPANY

: beck of

### REGISTERED AND RESIDENT AGENT CERTIFICATE

OF

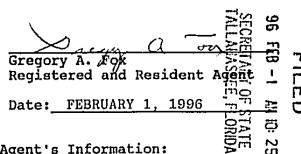
SUNSET BAY DEVELOPERS, INC.

In pursuance of Chapter 607.0501 and 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That the above-named Corporation desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation and shown below has named the undersigned as its agent to accept service of process within this state at the address set forth below.

### **ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated Corporation, at place designated in this Certificate, I hereby accept to act in the capacity, and agree to comply with the provision of said act relative to keeping open said office.



Registered and Resident Agent's Information:

Street Address County City/State Mailing Address: 28050 U.S. 19 North, Suite 100 Pinellas Clearwater, Florida 34621 28050 U.S. 19 North, Suite 100 Clearwater, Florida 34621 August 1, 1997

SUNSET BAY DEVELOPERS, INC. 28050 U.S. 19 NORTH SUITE 100 CLEARWATER, FL 34621

SUBJECT: SUNSET BAY DEVELOPERS, INC.

Ref. Number: P96000010504

Debit Memo #: 12797-B

This is to inform you that check #0708 in the amount of \$4400.00 submitted with the annual report for SUNSET BAY DEVELOPERS, INC. has been returned by your bank because of PAYMENT STOPPED.

We request you remit a cashier's check or money order, referencing the above named debit memo number, in the amount of \$1320.00 made payable to the Department of State to cover the unpaid fees and service charge.

Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after October 1, 1997 and a reinstatement fee of an additional \$585 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call (850) 487-6057.

Pat Bailey Accountant I

Letter Number: 197A00039232

# P96000010504

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September 22, 1997

REPLACEMENT FEE 1997

ANNUAL REPORT:

SUNSET

BAY

DEVELOPERS, INC.

DEBIT MEMO: # 12797-B

CHECK #: 0708